

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>W.R. GRACE &amp; CO., <u>et al.</u></b>	)	<b>Case No. 01-1139 (JKF)</b>
	)	
<b>Debtors.</b>	)	<b>Objection Deadline: December 19, 2012 at 4:00 p.m.</b>
	)	<b>Hearing: Scheduled if Necessary (Negative Notice)</b>

**COVER SHEET TO SIXTY-FIFTH MONTHLY APPLICATION OF  
TOWERS WATSON, ACTUARIAL CONSULTANTS  
TO DAVID T. AUSTERN, ASBESTOS PI FUTURE  
CLAIMANTS' REPRESENTATIVE FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
OCTOBER 1, 2012 THROUGH OCTOBER 31, 2012**

Name of Applicant:	Towers Watson
Authorized to Provide Professional Services to:	David T. Austern, Asbestos PI Future Claimants' Representative (the "FCR")
Date of Retention:	As of December 29, 2004 (pursuant to this Court's Order entered March 21, 2004)
Period for which compensation is sought:	October 1, 2012 through October 31, 2012
Amount of Compensation (100%) sought as actual, reasonable, and necessary:	\$3,692.50
80% of fees to be paid:	\$2,954.00
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$0.00
Total Fees @ 80% and 100% Expenses:	\$2,954.00
This is an:    ___  interim <u>X</u> monthly    ___  final application.	

**COMPENSATION SUMMARY**

October 2012

<b><u>Name of Professional Person</u></b>	<b><u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Year Obtained License to Practice, Area of Expertise</u></b>	<b><u>Hourly Billing Rate (including changes)</u></b>	<b><u>Total Billed Hours</u></b>	<b><u>Total Compensation</u></b>
Jenni Biggs	Consulting Actuary (27 years) FCAS	\$715	2.50	\$1,787.50
Jeff Kimble	Consulting Actuary (11 years) ACAS	\$475	2.30	\$1,092.50
Adam Luechtefeld	Analyst (9 years)	\$275	0.50	\$137.50
David Wolf	Analyst (5 years) ACAS	\$375	1.80	\$675.00
<b>Total Blended Rate: \$520.07</b>			<b>7.10</b>	<b>\$3,692.50</b>

**COMPENSATION BY PROJECT CATEGORY**

<b><u>Project Category</u></b>	<b><u>Total Hours</u></b>	<b><u>Total Fees</u></b>
Data Analysis	7.10	\$3,692.50

**EXPENSE SUMMARY**

<b><u>Expense Category</u></b>	<b><u>Total</u></b>
No Expenses	0.00
<b>Total Expenses</b>	<b>0.00</b>

<b>October 2012 – Grand Total</b>	<b>\$3,692.50</b>
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Respectfully submitted,

TOWERS WATSON

By: /S/ JENNIFER L. BIGGS

Jennifer L. Biggs, FCAS, MAAA

101 S. Hanley Rd.

St. Louis, MO 63105

(314) 719-5843

Dated: November 27, 2012